

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	:	
	:	:	
In re:	:	:	Chapter 11
	:	:	
FRANCHISE GROUP, INC., <i>et al.</i> ¹	:	:	
	:	:	Case No. 24-12480 (JTD)
	:	:	
Debtors.	:	:	(Jointly Administered)
	:	:	
	X		

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF ALL PLEADINGS

PLEASE TAKE NOTICE that the undersigned hereby appears as counsel for Wilmington Trust, National Association, as (i) collateral agent and administrative agent (in such capacity, the “Prepetition First Lien Agent”) under the Prepetition First Lien Credit Agreement and (ii) administrative agent and collateral agent under the DIP Credit Agreement (in such capacity, the “DIP Agent,” and together with the Prepetition First Lien Agent, the “Agent”), pursuant to Rules 2002, 3017(a), 9007, 9010 of the Federal Rules of Bankruptcy Procedure (the

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy’s Newco, LLC (5404), Buddy’s Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies “Plus”, LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors’ headquarters is located at 109 Innovation Court, Suite J, Delaware, Ohio 43015.

“Bankruptcy Rules”) and requests that copies of any and all notices, pleadings, motions, orders to show cause, applications, presentments, memoranda, affidavits, declarations, and orders, or other documents, filed or entered in these cases or any adversary proceeding related to these cases, be transmitted to:

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PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules and title 11 of the United States Code, but also includes orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand-delivery, telephone, facsimile transmission, electronically, or otherwise filed with regard to the above cases.

PLEASE TAKE FURTHER NOTICE that the above-referenced notice parties request that ONLY ONE set of physical documents be sent to each address listed above when there are physical mailings.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any prior or later appearance, pleading, claim, or suit shall waive any right of the Agent to (a) have final orders in non-core matters entered only after de novo review by the United States District Court for the District of Delaware (the “District Court”), (b) trial by jury in any proceeding so

triable in this case or any case, controversy, or proceeding related to this case, (c) have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal, (d) to contest jurisdiction or venue in this case or in any case, controversy, or proceeding related to these cases, (e) to have documents served in accordance with Rule 7004 of the Bankruptcy Rules and Rule 4 of the Federal Rule of Civil Procedure or (f) any other rights, claims, actions, defenses, setoffs or recoupments, under agreements, in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: November 7, 2024

/s/ Jordan L. Williams

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